

**CHOI & PARK, LLC**

Attorneys for Creditor  
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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

**In re:**

**SEARS HOLDINGS CORPORATION, et al.,**  
  
**Debtors.<sup>1</sup>**

**Chapter 11**

**Case No. 18-23538 (RDD)**

**(Jointly Administered)**

**NOTICE OF RECLAMATION DEMAND**  
**OF WINIADAEWOO ELECTRONICS AMERICA, INC.**

**PLEASE TAKE NOTICE** that Winiadaewoo Electronics America, Inc. (“WEA”), by and through its undersigned counsel, hereby files this notice of the delivery of a written demand

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

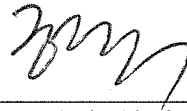
letter dated November 2, 2018 (“Demand”), pursuant to 11 U.S.C. § 546(c), 11 U.C.C. § 2-702, and applicable non-bankruptcy law, on the above captioned debtors and debtors in possession (the “Debtors”) to reclaim certain goods which were sold by WEA to the Debtors in the ordinary course of business, and which were received the Debtors during the 45 days prior to the filing of the Debtors’ Chapter 11 bankruptcy actions (the “Goods”). WEA incorporates herein by reference a copy of its Demand attached as Exhibit 1, which has been delivered to the Debtors and their counsel by overnight mail.

PLEASE TAKE FURTHER NOTICE that WEA reserves all of its rights with respect to the Goods, including without limitation, (i) its rights to be paid in the ordinary course of business as a post-petition creditor of Debtors to the extend the Goods were delivered to the Debtors on or after October 15, 2018; (ii) its right to assert a 20-day administrative priority claim pursuant to 11 U.S.C. § 503(b)(9); (iii) its right to assert a “new value” defense to any preference demand pursuant to 11 U.S.C. § 547(c)(4); (iv) its right to demand payment of any portion of the invoices as “cure” payment in connection with the Debtors’ assumption of any executory contract, if any, pursuant to 11 U.S.C. § 365; (v) its right to seek payment of its prepetition invoices from any non-debtor parties that are co-obligors; (vi) its right to file additional demands or claims, including without limitation, a proof of claim; and (vii) its right to assert any other rights under applicable law.

By filing this Notice, WEA does not consent to entry of final orders of the bankruptcy court on non-core issue and claims, and does not waive any jurisdiction defenses and WEA reserves its rights to amend this Notice.

Dated: November 2, 2018

**CHOI & PARK, LLC**  
Attorneys for Creditor Winiadaewoo  
Electronics America, Inc.



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Hyun Suk Choi, Esq.

# EXHIBIT 1

# CHOI & PARK, LLC

23 South Warren Street, 2nd Floor ■ Trenton, New Jersey 08608 ■ Voice: 609.396.2800 ■ Fax: 609.396.2801

November 2, 2018

**VIA OVERNIGHT DELIVERY ONLY**

Sears Holdings Management Corporation  
3333 Beverly Road  
Hoffman Estate, Illinois 60179

**Re: RECLAMATION DEMAND**

**In re Sears Holdings Corporation,**  
**United States Bankruptcy Court, Southern District of New York,**  
**Lead Case No. 18-23538-rdd (jointly administered)**

Dear Sir or Madam:

We represent creditor Winiadaewoo Electronics America, Inc. ("WEA") in the above-captioned Chapter 11 case of Sears Holdings Corporation and its affiliates (collectively, the "Debtors"). In accordance with section 2-702 of the Uniform Commercial Code and section 546(c) of the US Bankruptcy Code, this letter constitutes a notice of demand for the return of all goods received by the Debtors from WEA within the 45 days preceding the commencement of the Debtors' bankruptcy actions filed on October 15, 2018 ("Reclamation Period"), as more specifically identified on the attached Exhibit A ("Goods"). Please note that the attached Exhibit A, which we reserve the right to modify after further investigation, specifically includes, but does not limit, the Goods subject to our reclamation claim. During the Reclamation Period, WEA delivered the Goods to Debtors which had a total value of not less than \$16,154,498.00. See Exhibit A.

Further, we demand that the Goods currently in your possession be protected and segregated by you and not be used for any purpose whatsoever, except by agreement of the parties or following notice and a hearing by the Bankruptcy Court or other court of competent jurisdiction. You may not sell, dissipate, or commingle the Goods with any other goods.

This reclamation demand is made without prejudice to any other rights or remedies available to WEA, at law or in equity, including, but not limited to, WEA's right to an administrative expense claim under section 503(b)(9) of the Bankruptcy Code.

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**CHOI & PARK, LLC**

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If you have any questions, please do not hesitate to contact me.

Very truly yours,



Hyun Suk Choi

Enclosure  
HSC/ldk  
File No. 1249.001

cc: Ray C. Schrock (via electronic mail: ray.schrock@weil.com)  
Jacqueline Marcus (via electronic mail: Jacqueline.marcus@weil.com)  
Garrett A. Fail (via electronic mail: garrett.fail@weil.com)  
Sunny Singh (via electronic mail: sunny.singh@weil.com)

# EXHIBIT A

Purchase Orde No.	Invoice No.	Product	Invoice Date	Due Date	A/R Total
552997	91077048	Water Filter	8/31/2018	10/30/2018	\$480.00
552998	91077049	Water Filter	8/31/2018	10/30/2018	\$1,920.00
552999	91077050	Water Filter	8/31/2018	10/30/2018	\$960.00
553000	91077051	Water Filter	8/31/2018	10/30/2018	\$1,440.00
179519	91079505	TMF	8/31/2018	10/30/2018	\$100,646.28
179521	91079506	TMF	8/31/2018	10/30/2018	\$176,723.50
179522	91079508	TMF	8/31/2018	10/30/2018	\$103,394.46
179525	91079510	TMF	8/31/2018	10/30/2018	\$221,868.24
179526	91079511	TMF	8/31/2018	10/30/2018	\$99,622.38
179528	91079513	TMF	8/31/2018	10/30/2018	\$294,524.68
179524	91081735	TMF	9/1/2018	10/31/2018	\$72,878.10
8287245737	91079658	compact	9/4/2018	11/3/2018	\$1,309.80
180319	91080053	FDBM	9/4/2018	11/3/2018	\$28,594.00
180320	91080054	FDBM	9/4/2018	11/3/2018	\$28,594.00
553810	91079653	Water Filter	9/5/2018	11/4/2018	\$1,440.00
553811	91079654	Water Filter	9/5/2018	11/4/2018	\$960.00
553812	91079655	Water Filter	9/5/2018	11/4/2018	\$960.00
554540	91079656	compact	9/5/2018	11/4/2018	\$41,917.56
8275304015	91079657	compact	9/5/2018	11/4/2018	\$1,047.84
8287243376	91080036	compact	9/5/2018	11/4/2018	\$10,262.08
180323	91080055	FDBM	9/5/2018	11/4/2018	\$28,594.00
180322	91080056	FDBM	9/5/2018	11/4/2018	\$57,188.00
554541	91080240	compact	9/6/2018	11/5/2018	\$39,662.41
554538	91080281	compact	9/6/2018	11/5/2018	\$40,885.85
554539	91080446	compact	9/6/2018	11/5/2018	\$41,055.21
179977	91082237	TMF	9/8/2018	11/7/2018	\$79,460.58
179978	91082238	TMF	9/8/2018	11/7/2018	\$281,082.16
179980	91082239	TMF	9/8/2018	11/7/2018	\$75,765.66
179979	91082240	TMF	9/8/2018	11/7/2018	\$104,708.10
179981	91083497	TMF	9/10/2018	11/9/2018	\$172,739.66
179984	91083498	TMF	9/10/2018	11/9/2018	\$78,569.82
179983	91083499	TMF	9/10/2018	11/9/2018	\$177,975.00
179985	91083500	TMF	9/10/2018	11/9/2018	\$278,735.16
179982	91083501	TMF	9/10/2018	11/9/2018	\$182,493.24
181114	91082220	FDBM	9/11/2018	11/10/2018	\$57,188.00
180321	91082680	FDBM	9/11/2018	11/10/2018	\$87,482.00
181111	91082683	FDBM	9/12/2018	11/11/2018	\$30,294.00
181113	91082684	FDBM	9/12/2018	11/11/2018	\$85,782.00
181109	91082723	FDBM	9/12/2018	11/11/2018	\$85,782.00
181110	91082724	FDBM	9/12/2018	11/11/2018	\$28,594.00
8275305581	91082792	compact	9/12/2018	11/11/2018	\$523.92
181112	91083019	FDBM	9/12/2018	11/11/2018	\$28,594.00
181115	91083020	FDBM	9/12/2018	11/11/2018	\$114,376.00
555052	91083734	Water Filter	9/13/2018	11/12/2018	\$480.00
555053	91083735	Water Filter	9/13/2018	11/12/2018	\$960.00
555054	91083736	Water Filter	9/13/2018	11/12/2018	\$960.00
555055	91083737	Water Filter	9/13/2018	11/12/2018	\$480.00
181116	91083822	FDBM	9/13/2018	11/12/2018	\$114,376.00
180793	91086983	TMF	9/14/2018	11/13/2018	\$175,001.44
179977	91086994	TMF	9/14/2018	11/13/2018	\$27,156.00
179979	91086996	TMF	9/14/2018	11/13/2018	\$27,510.00
179980	91086997	TMF	9/14/2018	11/13/2018	\$27,156.00
179981	91086998	TMF	9/14/2018	11/13/2018	\$27,510.00
179982	91086999	TMF	9/14/2018	11/13/2018	\$27,510.00
179983	91087000	TMF	9/14/2018	11/13/2018	\$27,510.00
179985	91087001	TMF	9/14/2018	11/13/2018	\$27,510.00
179976	91086980	TMF	9/15/2018	11/14/2018	\$178,658.80
180792	91086984	TMF	9/15/2018	11/14/2018	\$27,594.36
180791	91086985	TMF	9/15/2018	11/14/2018	\$103,597.90
180788	91086988	TMF	9/15/2018	11/14/2018	\$83,320.92
180785	91086991	TMF	9/15/2018	11/14/2018	\$49,681.14
180784	91086993	TMF	9/15/2018	11/14/2018	\$74,007.60
181760	91084397	FDBM	9/17/2018	11/16/2018	\$28,594.00
179984	91086981	TMF	9/17/2018	11/16/2018	\$27,510.00



180790	91086986	TMF	9/17/2018	11/16/2018	\$154,934.64
180789	91086987	TMF	9/17/2018	11/16/2018	\$128,135.52
180787	91086989	TMF	9/17/2018	11/16/2018	\$184,267.93
180786	91086990	TMF	9/17/2018	11/16/2018	\$225,283.14
179978	91086995	TMF	9/17/2018	11/16/2018	\$27,510.00
8275306669	91084745	compact	9/18/2018	11/17/2018	\$3,730.10
8292263512	91084927	compact	9/19/2018	11/18/2018	\$7,915.80
182954	91092652	TMF	9/19/2018	11/18/2018	\$25,756.02
556145	91086079	Water Filter	9/20/2018	11/19/2018	\$480.00
556146	91086080	Water Filter	9/20/2018	11/19/2018	\$960.00
556147	91086081	Water Filter	9/20/2018	11/19/2018	\$960.00
556148	91086082	Water Filter	9/20/2018	11/19/2018	\$960.00
181761	91086973	FDBM	9/20/2018	11/19/2018	\$28,594.00
181762	91086974	FDBM	9/20/2018	11/19/2018	\$28,594.00
181763	91086975	FDBM	9/20/2018	11/19/2018	\$114,376.00
181764	91086976	FDBM	9/20/2018	11/19/2018	\$114,376.00
181765	91086977	FDBM	9/20/2018	11/19/2018	\$142,970.00
181564	91088133	TMF	9/21/2018	11/20/2018	\$104,080.20
181565	91088134	TMF	9/21/2018	11/20/2018	\$74,744.24
181566	91092640	TMF	9/21/2018	11/20/2018	\$276,336.56
181567	91092641	TMF	9/21/2018	11/20/2018	\$129,875.44
181568	91092642	TMF	9/21/2018	11/20/2018	\$77,594.76
181569	91092643	TMF	9/21/2018	11/20/2018	\$206,005.46
181571	91092645	TMF	9/22/2018	11/21/2018	\$126,389.34
181766	91087211	FDBM	9/24/2018	11/23/2018	\$85,782.00
181767	91087670	FDBM	9/24/2018	11/23/2018	\$171,564.00
181573	91092647	TMF	9/24/2018	11/23/2018	\$281,398.68
8292264407	91088466	compact	9/25/2018	11/24/2018	\$4,612.80
182318	91088867	FDBM	9/25/2018	11/24/2018	\$57,188.00
182321	91088868	FDBM	9/25/2018	11/24/2018	\$57,188.00
181570	91092644	TMF	9/25/2018	11/24/2018	\$206,681.46
181572	91092646	TMF	9/25/2018	11/24/2018	\$77,506.38
182315	91089139	FDBM	9/26/2018	11/25/2018	\$85,782.00
201821473111	91092720	MWO	9/26/2018	11/25/2018	\$556,456.80
201821645290	91092721	MWO	9/26/2018	11/25/2018	\$137,254.88
201821839854	91092722	MWO	9/26/2018	11/25/2018	\$103,624.36
201821995223	91092723	MWO	9/26/2018	11/25/2018	\$39,375.21
182317	91089346	FDBM	9/27/2018	11/26/2018	\$114,376.00
182319	91089347	FDBM	9/27/2018	11/26/2018	\$116,076.00
183906	91089348	compact	9/27/2018	11/26/2018	\$179,730.00
182322	91089371	FDBM	9/27/2018	11/26/2018	\$57,188.00
182323	91092044	FDBM	9/27/2018	11/26/2018	\$57,438.00
556881	91091977	Water Filter	9/28/2018	11/27/2018	\$480.00
556882	91091978	Water Filter	9/28/2018	11/27/2018	\$1,440.00
556883	91091979	Water Filter	9/28/2018	11/27/2018	\$480.00
556884	91091980	Water Filter	9/28/2018	11/27/2018	\$960.00
182316	91092311	FDBM	9/28/2018	11/27/2018	\$200,158.00
182125	91092649	TMF	9/28/2018	11/27/2018	\$50,638.50
182121	91092650	TMF	9/28/2018	11/27/2018	\$75,932.29
182122	91092651	TMF	9/29/2018	11/28/2018	\$75,760.56
182320	91093522	FDBM	10/1/2018	11/30/2018	\$114,426.00
183307	91093523	FDBM	10/1/2018	11/30/2018	\$629,318.00
182124	91097889	TMF	10/1/2018	11/30/2018	\$153,024.46
182127	91097890	TMF	10/1/2018	11/30/2018	\$225,833.22
182126	91097888	TMF	10/2/2018	12/1/2018	\$197,593.02
182123	91097891	TMF	10/2/2018	12/1/2018	\$246,086.04
184808	91093716	compact	10/3/2018	12/2/2018	\$179,730.00
182128	91097892	TMF	10/3/2018	12/2/2018	\$72,924.96
PO 0001239	91093290	Service Parts	10/3/2018	11/2/2018	\$2,632.00
PO 0001238	91093449	Service Parts	10/3/2018	11/2/2018	\$10,827.50
557842	91094161	Water Filter	10/4/2018	12/3/2018	\$1,440.00
557843	91094162	Water Filter	10/4/2018	12/3/2018	\$960.00
557844	91094163	Water Filter	10/4/2018	12/3/2018	\$960.00
183312	91094226	FDBM	10/4/2018	12/3/2018	\$371,722.00
183308	91094378	FDBM	10/5/2018	12/4/2018	\$314,534.00
183310	91094534	FDBM	10/5/2018	12/4/2018	\$372,122.00
183314	91095340	FDBM	10/5/2018	12/4/2018	\$371,972.00
8273680655	91095873	compact	10/5/2018	12/4/2018	\$327.45
8289245204	91095879	compact	10/5/2018	12/4/2018	\$458.43
8305230527	91095880	compact	10/5/2018	12/4/2018	\$1,964.70

183309	91096862	FDBM	10/5/2018	12/4/2018	\$257,446.00
8287251516	91095878	compact	10/8/2018	12/7/2018	\$3,078.03
PO 0001237	91095299	Service Parts	10/8/2018	11/7/2018	\$63,026.59
559334	91096383	compact	10/9/2018	12/8/2018	\$40,418.25
182130	91097893	TMF	10/9/2018	12/8/2018	\$341,296.64
182792	91099635	TMF	10/9/2018	12/8/2018	\$268,412.65
182793	91099636	TMF	10/9/2018	12/8/2018	\$71,379.99
182798	91099637	TMF	10/9/2018	12/8/2018	\$292,812.90
182799	91099638	TMF	10/9/2018	12/8/2018	\$221,295.48
559336	91096883	compact	10/10/2018	12/9/2018	\$42,481.34
559335	91097361	compact	10/10/2018	12/9/2018	\$39,094.20
8275310060	91097905	compact	10/11/2018	12/10/2018	\$4,387.83
8292266727	91097906	compact	10/11/2018	12/10/2018	\$327.45
8292266896	91097907	compact	10/11/2018	12/10/2018	\$3,265.99
559337	91097909	compact	10/11/2018	12/10/2018	\$42,466.44
558701	91099551	Water Filter	10/12/2018	12/11/2018	\$480.00
558702	91099552	Water Filter	10/12/2018	12/11/2018	\$1,440.00
558703	91099553	Water Filter	10/12/2018	12/11/2018	\$960.00
184944	91101107	FDBM	10/8/2018	12/7/2018	\$30,294.00
184945	91101108	FDBM	10/8/2018	12/7/2018	\$29,894.00
184943	91101106	FDBM	10/9/2018	12/8/2018	\$30,094.00
182801	91101110	TMF	10/9/2018	12/8/2018	\$44,767.80
182797	91101111	TMF	10/9/2018	12/8/2018	\$123,232.80
182796	91101112	TMF	10/9/2018	12/8/2018	\$50,598.90
928263	91101113	TMF	10/9/2018	12/8/2018	\$149,221.06
182794	91101184	TMF	10/9/2018	12/8/2018	\$117,239.22
182129	91101251	TMF	10/9/2018	12/8/2018	\$49,970.34
183305	91101094	FDBM	10/10/2018	12/9/2018	\$114,376.00
183313	91101099	FDBM	10/10/2018	12/9/2018	\$57,188.00
184939	91101101	FDBM	10/10/2018	12/9/2018	\$89,932.00
184941	91101103	FDBM	10/10/2018	12/9/2018	\$119,476.00
184942	91101105	FDBM	10/10/2018	12/9/2018	\$241,002.00
183306	91101096	FDBM	10/11/2018	12/10/2018	\$142,970.00
183760	91101713	TMF	10/11/2018	12/10/2018	\$24,833.76
183752	91101269	TMF	10/11/2018	12/10/2018	\$26,584.98
183753	91101270	TMF	10/11/2018	12/10/2018	\$99,760.08
183755	91101271	TMF	10/11/2018	12/10/2018	\$26,304.96
183756	91101717	TMF	10/11/2018	12/10/2018	\$79,394.64
183751	91101273	TMF	10/11/2018	12/10/2018	\$28,071.27
183758	91101274	TMF	10/11/2018	12/10/2018	\$54,482.27
183757	91101275	TMF	10/11/2018	12/10/2018	\$77,825.44
TOTAL					\$16,154,498.00